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the X-MEN

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"The WAIL of the BANSHEE!"

JUST WAIT TILL YOU MEET... THE OGRE!

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X-MEN! THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

"THE WAIL OF THE BANSHEE!"

EEEEEEEEE

EEEEE

NEW YORKERS ARE WELL-ACCUSTOMED TO CLAMOROUS *SOUNDS*... BUT, *NOTHING* COULD PREPARE THEM FOR EAR-SPLITTING REVERBERATIONS WHICH SUDDENLY BOMBARD THEM ONE AUTUMN *MORNING*...

HAH! MY UNEARTHLY SPEED IS SUCH THAT I CANNOT BE *SEEN*... ONLY *HEARD*!

E. 57 ST.

5TH AV.

EEEEEEEE

A MOMENT LATER, AS IF DRAWN TO HIS DESTINATION BY AN IRRESISTIBLE *FORCE*, THE PLUMMETING FIGURE STREAKS TOWARDS AN *ART GALLERY*, AND...

GALLERY

EEEOOOEEE

THERE-- BEHIND THAT PLATE-GLASS WINDOW-- IS THE PRIZE I SEEK!

I NEED BUT VARY MY *SONIC VIBRATIONS* SLIGHTLY, AND--

KRAAA-SH!

EEEEEEEE

THESE MORTAL *FOOLS*--TO PLACE SO PRECIOUS AN OBJECT BEHIND SUCH A FLIMSY *SUBSTANCE!*

BUT, NO MATTER! NOT EVEN INCH-THICK *STEEL* COULD HAVE STOOD AGAINST THE WAIL OF... THE *BANSHEE!*

THEN, THE HIGH-FREQUENCY *VIBRATIONS* WHICH SURROUND THE AWE-SOME INTRUDER SEEM TO SLOW DOWN *VISIBLY*...

NOW, I SHALL REGAIN MY *NORMAL STATE*, AND CLAIM THAT WHICH IS MY HEART'S *DESIRE!*

NEXT, STEPPING PAST THE UNCONSCIOUS FORMS OF MEN AND WOMEN WHO HAD BEEN UNSUSPECTING *WINDOW-SHOPPERS* ONLY SECONDS BEFORE, THE STRANGELY-CLAD FIGURE *REACHES OUT*...

SO...BY USING BUT THE MEREST *FRACTION* OF MY SONIC POWERS, I HAVE PLACED AN ENTIRE *CITY BLOCK* IN A *TRANCE!*

BUT, I MUST *HURRY*...FOR SOON THEY SHALL *WAKEN!*

THEY MUST NOT *SEE* ME, UNTIL I HAVE ACCOM-PLISHED MY *PURPOSE!*

...AND PLUCKS FROM ITS EASEL A SINGLE *PAINT-ING*, WHICH HE REGARDS WITH CAREFUL *SCRUTINY*...

AHH! IT IS JUST AS TODAY'S TABLOID *DESCRIBED* IT-- "A LANDSCAPE OF INDESCRIBLE *TRANQUILITY*, OF THE UTMOST *SERENITY*"!

HOW COULD THESE PUNY *HUMANS*--WHO DWELL AMONG THE SMOKE AND NOISE THEY CALL *CIVILIZATION*--HOPE TO APPRECIATE SUCH MATCHLESS *BEAUTY?*

AFTER A MOMENT, THE BEWILDERING **BANSHEE** ONCE MORE TAKES TO THE AIR... AND, ALMOST IMMEDIATELY, THE EFFECTS OF HIS EAR-PIERCING SHRIEK SEEM TO **DISPEL...**

WH--WHAT **HAPPENED?** I WAS DISPLAYING OUR LATEST FRENCH IMPORTS TO **MRS. VON BRAHMIN** HERE, AND THEN--

OH--MR. JONES! LOOK--YOUR **DISPLAY WINDOW!**

GOOD HEAVENS! IT'S **SMASHED --TO SMITHEREENS!**

AND, SCARCELY SIXTY SECONDS LATER, AS A HASTILY SUMMONED **POLICEMAN** APPEARS ON THE SCENE...

YET, WITH THOUSANDS OF DOLLARS IN **ART TREASURES** LYING ABOUT, THE THIEF TOOK ONLY ONE **GAELIC LANDSCAPE!***

BUT, YOU HAVEN'T SAID **WHY** YOU... AND ALL THESE PEOPLE... **PASSED OUT!**

THAT'S JUST **IT!** WE--WE CAN'T **REMEMBER!**

***GAELIC**-- REFERRING TO THE SCOTTISH HIGHLANDS! --SCHOLARLY STAN.

MEANWHILE, AT A SECLUDED PRIVATE SCHOOL IN **WESTCHESTER COUNTY,** THE SUPER-POWERED X-MEN --UNMINDFUL OF THIS STRANGE OCCURRENCE-- PURSUE ACTIVITIES OF THEIR **OWN...**

PROFESSOR, I KNOW YOU'VE USED YOUR **MENTAL POWER** TO INCREASE THE DURATION OF THE **MIMIC'S** ABILITIES...

BUT, ARE YOU SURE ITS EFFECTS ARE **PERMA-NENT?**

NO, WARREN! THAT'S WHY I ORDERED HIM TO FLY IN EVER INCREASING CIRCLES **AWAY** FROM THE SCHOOL... SO THAT I COULD MONITOR HIS PROGRESS ON THIS **M-INDICATOR!**

PERSONALLY, I'D JUST AS SOON HE KEPT ON **GOING!**

AND I MUST **CONCUR,** MY FROSTBITTEN FRIEND!

NO MATTER **WHAT** YOUR PRIVATE FEELINGS ABOUT CAL RANKIN MAY BE... DON'T FORGET, ALL OF YOU, THAT HE HAS AGREED TO HELP US AGAINST THE **MUTANT MENACE** WHICH CEREBRO HAS DETECTED!

WHEN THAT CONFLICT COMES, WE'LL NEED ALL THE POWER THAT--**WAIT!** THAT FLASHING **BLIP!**

WHAT **IS** IT, PRO-FESSOR?

THAT INDICATES THAT CALVIN HAS **EXCEEDED** THE LIMITS I PLACED ON HIM! EVEN NOW, HE'S LEAVING THE **CONTROL AREA!**

AND NOW, FAITHFUL ONE, SO THAT YOU ARE FULLY COGNIZANT OF THE FULL **MEANING** OF CHARLES XAVIER'S WORDS, LET'S SKIP A FEW MILES AHEAD TO THE **CAUSE** OF THAT OMINOUS BLIP...

I **KNEW** IT! I'VE FLOWN **BEYOND** WHERE OLD CHROME-DOME TOLD ME TO FLY... AND MY ABSORBED ABILITIES HAVEN'T **FADED!**

CAL RANKIN! THE **M-INDICATOR** RECORDS YOU HAVE GONE **TOO FAR!** YOU ARE IN **DANGER!** RETURN TO X-MEN HQ **AT ONCE!**

DON'T BE A **WORRY WART,** PROF.! YOUR MERRY MIND-BLASTS **WORKED**--IT LOOKS LIKE MY POWERS ARE HERE TO **STAY!**

BUT, EVEN AS THE EXUBERANT MIMIC **GLOATS...**

MY **WINGS**-- THEY'RE STARTIN' TO **SHRINK!**

CAN'T KEEP **ALOFT**--I'M **FALLING!**

HELP ME, XAVIER! **HELP--!**

USE YOUR REMAINING POWER TO **TURN AROUND,** MIMIC! QUICKLY--IT'S YOUR **ONLY CHANCE!**

THEN, STRAINING HIS FAST-VANISHING WINGS TO THE *UTMOST*, THE DESPERATE TEENAGER MANAGES A LAST-SECOND *ABOUT-FACE*, AND...

I MADE IT! WITH ONLY INCHES TO SPARE, BUT I *MADE* IT!

SO--MY POWERS *AREN'T* PERMANENT, AFTER ALL! TO RETAIN 'EM, I HAFTA STAY WITHIN A CERTAIN DISTANCE OF THE *X-MEN!*

THE NEXT MOMENT, AS HE FEELS HIS ADAPTED ABILITIES *RETURNING*, CAL RANKIN IS FILLED WITH AN OVERWHELMING FEELING OF *EXULTATION*...

BUT, WHY THE BIG *PANIC?*

THE MAIN THING IS, I'M STILL AS POWERFUL AS ALL THE OTHER X-MEN *PUT TOGETHER!*

AND, AS LONG AS I AM, I'M GONNA BE *TOP BANANA* WITH THAT BUNCH OF MUTANT MISFITS--AND THAT'S FOR *SURE!*

SHORTLY THEREAFTER, BACK AT THE SCHOOL GROUNDS...

HERE COMES OUR ERRANT GRANDSTANDER *NOW*-- BACK TO REGALE US WITH AN ACCOUNT OF HIS HAIRBREADTH *ESCAPE*, NO DOUBT!

DON'T *UNDERESTIMATE* CALVIN, HANK! HE'S BASICALLY A FINE PERSON, EVEN IF HE IS A BIT *HEADSTRONG!*

CALLIN' HIM *HEADSTRONG* IS LIKE CALLIN' A HURRICANE A *SLIGHT BREEZE...*

BUT, WHATEVER YOU *SAY*, PROFESSOR!

WELL, PROF, HOW'D I *DO?* WAS I GREAT, OR WAS I *MARVELOUS!*

THE TEST PROVED THAT I'VE SUCCEEDED IN INCREASING THE RANGE OF YOUR *POWERS*... BUT, WHY DID YOU EXCEED THE PROSCRIBED *LIMITS?*

I DUNNO-- I GUESS I JUST *FELT* LIKE IT!

BESIDES, WHAT'S THE *DIFF?* WE BOTH LEARNED WHAT WE WANTED TO *KNOW*, DIDN'T WE?

WE'LL DISCUSS THE MATTER *LATER*, CAL! RIGHT NOW, IT'S TIME FOR ME TO CHECK *CEREBRO*... AND SEE IF IT'S LOCATED ANY NEW *MUTANTS!*

SCOTT, I'LL NEED SOME HELP IN FEEDING IT SOME PERTINENT *DATA*, IN A FEW MINUTES!

I'LL BE RIGHT *WITH* YOU, SIR!

AS FOR *YOU*, RANKIN, I'D LIKE A *WORD* WITH YOU--*RIGHT NOW!*

OKAY, SUMMERS, LET'S HAVE IT *OUT!* WHAT'S ON *YOUR* LITTLE MIND?

MAYBE *PROFESSOR XAVIER* DOESN'T FEEL LIKE CALLING YOU DOWN--BUT *I DO!* AS *DEPUTY LEADER* OF THE X-MEN, YOU'VE GOT TO LEARN TO *TAKE* ORDERS AS WELL AS *GIVE* THEM!

FLAKE OFF, BRIGHT EYES! YOU'RE JUST BEEFIN' 'CAUSE YOU MUFFED YOUR *OWN* SHOT AT RAMRODDIN' THAT KOOKY CREW!

AFTER ALL, IT WASN'T *ME* THAT WOUNDED THE ANGEL WITH AN *OPTIC BLAST!*

OKAY, MIMIC... SCORE ONE FOR *YOU!* BUT, I WARN YOU... YOU'RE RIDING FOR A *FALL*-- A *HARD* ONE!

BUT, LEST ANY MIXED-UP MARVELITES BE CONFUSED AS TO WHO THE *BADDIES* IN THIS X-MEN EPIC ARE, LET'S SWITCH TO A WELL-CONCEALED HIDEOUT IN THE *CITY*--AND MEET THE SLIGHTLY OBSTREPEROUS *OGRE*...

AT LAST... THE HOURS OF WATCHFUL WAITING... HAVE *PAID OFF!*

THRU ELECTRONIC MEANS... I HAVE LOCATED THE SECRET HEADQUARTERS OF... THE *X-MEN!*

FACTOR THREE WILL BE *PLEASED*... FOR, NOW WE CAN PROCEED AS *PLANNED!*

I MUST INFORM THE *BANSHEE*... WITHOUT *DELAY!*

THEN, AS HE DESCENDS FROM THE GADGET-STUDDED CHAMBER, THE BULKY VILLAIN SEES...

BANSHEE! SO, YOU'VE *RETURNED*... WHERE HAVE YOU *BEEN?*

AND, MUST YOU INSIST ON SMOKING THAT INFERNAL *PIPE?*

AH, OGRE, MY LAD... YOU'VE NO TASTE FOR THE *FINER* THINGS IN LIFE--LIKE THIS *PAINTING*, FOR INSTANCE!

THIS... *PAINTING?* SO... *THAT'S* IT!

YOU SNEAKED OFF... TO LOOT SOME *ART GALLERY!*

"LOOT" IS SUCH A *PLEBEIAN* TERM, MY BOY!

I SIMPLY PROCURED THE PAINTING FOR ONE WHO WOULD TRULY *APPRECIATE* IT... NAMELY, *MYSELF!*

MEANWHILE, I SEE YOU HAVE LOCATED OUR SUPER-POWERED *QUARRY!*

YES... WHILE YOU RAN RAMPANT THRU *NEW YORK*... ENDANGERING OUR *MISSION!* DON'T YOU REALIZE--?

DON'T BE SO *MELODRAMATIC*, MY SLOW-SPEAKING FRIEND! I REALIZE MORE THAN YOU *THINK!*

REST ASSURED, I SHALL FULFILL *MY* PART OF OUR MISSION--YOU NEED ONLY WORRY ABOUT ABOUT YOUR *OWN!*

HMMM... OUT OF *TOBACCO...*

BAH... I MERELY WASTE *WORDS*... SPEAKING TO YOU! I'LL FINISH MY... *PREPARATIONS!*

FOR, WE MUST STRIKE... WITHIN THE *HOUR!*

THEN, STRIKE WE *SHALL!* NEVER FEAR, LAD--THE *BANSHEE* WILL BE READY!

...AS SOON AS HE PICKS UP A POUCHFUL OF *TOBACCO*, THAT IS! BUT, THERE'S NO SENSE WORRYING MY FATUOUS FRIEND'S HEAD ABOUT *THAT!*

AND THUS IT IS THAT, A SHORT TIME LATER, ON ANOTHER STREET IN MIDTOWN *MANHATTAN*...

EEEEOOOEE

WHA--? THAT *SOUND!*

BROADWAY 44TH ST.

HOTEL

CAN'T-- *BEAR* IT! MY *EARS*--

NOW, BY *VARYING* THE SONIC VIBRATIONS WHICH PROPEL ME THRU THE AIR, I'LL PLACE THESE DEAR SOULS IN A *HYPNOTIC STATE!*

EEE

I SEEM TO REMEMBER A *TOBACCO SHOP* IN THIS VICINITY, AND--YES, *THERE* IT IS!

WONDERFUL PLACE, AMERICA! LOTS OF CHOICE *TOBACCOS*, IMPORTED FROM ALL OVER THE *WORLD!*

BUT, I SEEM TO HAVE TROUBLE BEING *WAITED ON!* SO, I SUPPOSE I SHALL BE FORCED TO HELP *MYSELF!*

HOWEVER, AS AN ENGROSSED *BANSHEE* PONDERS BEFORE THE AMPLE SHELVES OF THE STORE, HE IS UNAWARE THAT ANOTHER PAIR OF *EYES* IS UPON HIM...

HMMM...SO MANY KINDS TO *CHOOSE* FROM! BUT, I MUST *HURRY*...

BICO TURKISH

THAT LONG-HAIRED FELLA IN THE *COSTUME*... HE MUSTA KNOCKED OUT THE CLERK WHILE I WAS CLEANING OUT THE *STORE ROOM!*

MEBBE I'D HAVE HEARD HIM IN TIME TO *STOP* HIM... ONLY I FORGOT TO WEAR MY *HEARING AID* THIS MORNING!

O'NEIL TOBACCO SHOP

KURAMOTO

FISHING SUPPLIES

SALE 50% OFF

WELL, THERE'S MORE THAN *ONE* WAY TO SKIN A CROOK! I'LL JUST SNEAK OUT FRONT HERE AND CLOSE THESE *METAL GRATINGS!*

THIS IS THE ONLY WAY OUT...AND I'VE GOT THE *KEY!* NOW, TO SEE IF I CAN LOCATE A *POLICEMAN!*

FROM THE LOOKS OF THINGS, THAT CROOK'S KNOCKED OUT A WHOLE *BUNCH* OF PEOPLE!

BUT, HARDLY HAS THE CONFUSED JANITOR LEFT THE *SCENE*, WHEN...

WHAT'S THIS? I *THOUGHT* I HEARD SOME-THING CLANK SHUT OUT HERE!

IT WOULD APPEAR THAT SOME UN-THINKING CLOD WISHES TO KEEP ME HERE AGAINST MY *WILL!*

DID HE TRULY BELIEVE THAT SUCH PUNY DEVICES WOULD HOLD...THE *BANSHEE?*

THEN...

FLYING IS NOT THE *ONLY* WAY I CAN MAKE USE OF THE POWER OF *SOUND!* AN EAR-SHATTERING *SCREECH* WILL ALSO SERVE ME IN GOOD STEAD!

EEEEEE

SUCH A SHOUT WOULD TEAR THRU MUCH THICKER METAL THAN *THIS!*

RRIP!

BUT, I HAVE NO MORE TIME TO *WASTE!*

EEEEEEEE

I MUST RETURN TO OUR HIDDEN *BASE*-- AND DISCUSS FINAL PLANS WITH THE *OGRE!*

FOR, THE TIME IS ALMOST HERE WHEN WE SHALL FACE THE UNTESTED POWER OF... THE *X-MEN!*

*MEANWHILE, UNAWARE OF THE IMPENDING ATTACK --BUT EVER ON THE LOOK-OUT FOR ANY *MENACE* WHICH MAY THREATEN MANKIND--PROFESSOR X AND CYCLOPS ARE AT WORK AT *X-MEN HQ,* WHERE...*

SIR... THIS AUTOMATIC RECORDING MADE BY *CEREBRO!* WHAT IT SHOWS IS *FANTASTIC!*

IT SHOWS EVIDENCE OF BRIEF *MUTANT ACTIVITY* IN MANHATTAN... ONLY A FEW *HOURS* AGO!

SO-- IT HAS *BEGUN!* I WAS HOPING WE HAD MORE *TIME*--

WAIT--THAT FLASHING *LIGHT!* SCOTT, TURN UP THE *SOUND* ON CEREBRO!

REEEEEEE

WILL DO, PROFESSOR! I--*LISTEN!* THAT SOUND-- IT MEANS A MUTANT IS IN THE NEW YORK AREA *RIGHT NOW!*

TURN IT *DOWN,* CYCLOPS! WE'LL TRACE HIS MOVEMENT ON THE *VISI-SCREEN!*

LOOK! CEREBRO INDICATES THAT THE MUTANT-- WHOEVER HE MAY BE--IS UTILIZING HIS POWER TO A *FRIGHTENING DEGREE!* NOT EVEN *MAGNETO* EVER MADE THE MACHINE REACT MORE *STRONGLY!*

YET-- EVEN AS I *SPEAK*-- THE LIGHT BEGINS TO FLICKER... AND *DIE!* THERE'S NO TIME FOR CEREBRO TO PINPOINT HIS EXACT *LOCATION!*

THE LIGHT'S *GONE,* SIR! THE MUTANT MUST HAVE DISCOVERED SOME WAY TO *NEGATE* THE POWER OF CEREBRO!

SHALL I-- OR THE *MIMIC*-- READY THE X-MEN TO LEAVE FOR *MANHATTAN?*

NO, SCOTT... FOR, IF MY CALCULATIONS OF RECENT WEEKS ARE *CORRECT,* HIS NEXT TARGET WILL BE... *X-MEN H.Q.!*

I CAN'T EXPLAIN *NOW,* BUT WE MUST PREPARE AT ONCE... FOR THE BATTLE OF OUR *LIVES!*

AT THAT SAME MOMENT, SOME MILES AWAY, LOVELY *JEAN GREY* IS ENJOYING AN INDIAN SUMMER AFTERNOON ON THE CAMPUS OF *METRO COLLEGE*, WHEN---

WHAT *IS* IT, TED? ALL OF A SUDDEN, YOU SEEM SO STRANGELY *PENSIVE*.. SO *THOUGHTFUL!*

IT'S... NOTHING, JEAN-- JUST SOME NEWS IN THIS LETTER FROM *HOME!*

AS I'VE TOLD YOU, MY BROTHER RALPH IS THE FAMILY *PRIDE AND JOY!* EVERYTHING HE DOES TURNS OUT A *SUCCESS!*

ME, I'M JUST A *COLLEGE STUDENT*.. AND AN ENGLISH LIT MAJOR *BESIDES!* HOW CAN I EVER HOPE TO COMPETE WITH *HIM?*

WHO SAYS YOU HAVE TO *COMPETE* WITH YOUR BROTHER, TED? IS THERE SOME SORT OF FAMILY *RIVALRY* BETWEEN YOU TWO?

NO--NOT *REALLY!* IT'S JUST THAT---

LISTEN! ON THE *RADIO*...

DARN!--JUST WHEN I THOUGHT I MIGHT LEARN WHY TED *DRIVES* HIMSELF SO HARD!

NEWS BULLETIN... CITY POLICE ARE BAFFLED TODAY BY A MYSTERIOUS PAIR OF *MENTAL BLACKOUTS* WHICH HAVE STRUCK WHOLE SECTIONS OF *MIDTOWN MANHATTAN!*..

ON WAKING FROM SEMI-HYPNOTIC *TRANCES*, THE PERSONS AFFECTED CAN REMEMBER *NOTHING*--EXCEPT A WEIRD, HIGH-PITCHED *SOUND*...

WHAT ON *EARTH*..?

WAIT... THERE'S *MORE!*

THE TWO PERIODS WERE APPARENTLY CAUSED BY A COSTUMED *CRIMINAL* ... WHO WAS SEEN BY A *HALF-DEAF JANITOR*, THE ONLY PERSON *UNAFFECTED*

HOWEVER, THE ONLY ITEMS *STOLEN* DURING THE MENTAL BLACKOUTS WERE A SCOTTISH *PAINTING*... AND SOME IMPORTED *TOBACCO!*

I WONDER... COULD THIS BE THE *MUTANT MENACE* WHICH PROFESSOR X HAS BEEN EXPECTING?

IT WOULDN'T *SEEM* SO... FOR, WHY WOULD A SUPER-POWERED *MUTANT* STEAL A PAINTING AND TOBACCO?

AND YET, THESE RAIDS MAY HAVE BEEN ONLY *TESTS*... PART OF SOME DEADLY *PLAN*--!

THERE'S MORE TO THAT NEWS STORY THAN MEETS THE *EYE!* I HOPE SOMEONE LOOKS *INTO* IT!

DON'T WORRY, TED! I'VE A HUNCH SOMEONE *WILL*... AND *SOON!*

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SOME TIME LATER, AS *DUSK* FALLS OVER THE SPRAWLING CITY, THE WALLS OF A SMALL PREFABRICATED *BUILDING* ON A PRIVATELY-OWNED DOCK FALL AWAY... TO REVEAL A MYSTERIOUS, METALLIC *CYLINDER!* AND, AT PRECISELY THE SAME INSTANT...

OUR *PYRO-PROJECTOR* HAS DONE ITS WORK... CAUSING A FIVE-ALARM *FIRE* AMONG THOSE ABANDONED WAREHOUSES ACROSS THE BAY!

IN THE CONFUSION, THERE IS LITTLE CHANCE OF ANYONE OBSERVING OUR ROCKET-SHAPED *CAPSULE* AS IT COMES OUT OF HIDING!

BUT FIRST, SINCE THE *BANSHEE* CAUSED HAVOC IN THE CITY EARLIER TODAY, I MIGHT AS WELL LEARN IF HIS *WAIL* HAS HAD ITS USUAL EFFECT!

I'LL TUNE IN THE COMMERCIAL *TV CHANNELS!*

AND SO...

..THE MOST UNUSUAL THING ABOUT THE SUDDEN BLAZE IS THAT SEVERAL *BYSTANDERS* HAVE BECOME INEXPLICABLY *TERRIFIED* BY THE SOUNDS OF *POLICE-SIRENS* AND *FIRE ALARMS!*

THE PEOPLE AFFECTED SEEM TO HAVE NOTHING IN *COMMON*---EXCEPT THE FACT THAT THEY WERE IN MIDTOWN MANHATTAN DURING ONE OF THE TWO "*MENTAL BLACKOUTS*" THAT OCCURRED THIS AFTERNOON!

WHAT? DID THAT MISERABLE MUTANT VENTURE OUTSIDE THE CAPSULE *TWICE* WHILE I WAS BUSY?

IF SO, *FACTOR THREE* SHALL LEARN OF HIS FOLLY!

OOO

THEN, DESCENDING TO THE LOWER LEVEL..

BAH! NO USE *ASKING* THAT COSTUMED CLOWN!

BESIDES, THERE IS NO *NEED!* WITHIN THE HOUR, WE SHOULD ACCOMPLISH OUR MISSION... AND *DEPART!*

BANSHEE... THE TIME HAS *COME!* WE ARE READY TO *PROCEED!*

THEN... LET US GET IT *OVER WITH!*

THIS IS THE HOUR WE HAVE LONG AWAITED... THE HOUR OF THE *CAPTURE* OF *PROFESSOR X*---LEADER OF THE *X-MEN!*

MOMENTS LATER, AS A SLIDING SECTION OF DOCK BECOMES A *RAMP*...

THE FREEDOM OF THE WORLD IS *DOOMED*..

AND, IT WILL NOT BE *AWARE* OF IT UNTIL...*TOO LATE!*

MEANWHILE, OUR MERRY MUTANT BAND IS NOT EXACTLY ASLEEP AT THE *SWITCH*...

BUT, I DON'T *UNDERSTAND*, PROFESSOR! WHAT MAKES YOU THINK THE CHARACTER WHO CAUSED THOSE NUTTY *SOUNDS* WILL STRIKE *HERE*?

I CAN'T BE *CERTAIN*, OF COURSE... BUT, *TWICE* SINCE WE DEFEATED THE PUPPET MASTER, I HAVE HAD THE SENSATION OF SOMEONE TRYING TO GAIN CONTROL OF MY *MIND*!

HANK... HAVE YOU SUCCEEDED IN *RE-LOCATING* THE MUTANT WE SEEK?

RESULTS ARE *NEGATIVE*, SIR!

NUTS! I HOPE SOMETHIN' HAPPENS SOON! WEARIN' THESE *EAR SHIELDS* UNDER OUR MASKS AIN'T MY IDEA OF *FUN*!

EVIDENTLY, OUR FOES HAVE D'SCOVERED A *DEFENSE* AGAINST CEREBRO!

A SHORT TIME LATER, AFTER THE STILL-RECUPERATING ANGEL HAS *RETIRED*...

ON GUARD, MY X-MEN! EVEN THOUGH I'VE PUT SPECIALLY-TREATED *WAX* IN THEM, MY SENSITIVE EARS CAN HEAR *CEREBRO* REACTING... *STRONGLY*!

EEEEEEEEE

REE

THAT MEANS THE MUTANT IS *CLOSE AT HAND*... AND DOESN'T CARE IF WE *KNOW* IT!

GOOD GOSH! THAT BLINDING *LIGHT*... THE CEREBRO VISI-SCREEN IS GOING *WILD*!

PROFESSOR! THE MACHINE REGISTERS THE MUTANT AS BEING... *RIGHT HERE*!!

EEEEEEEEE

THEN, EVEN AS HANK McCOY *SPEAKS*, THERE IS AN EAR-SPLITTING *CRASH*... AS THE LAB WINDOW IS SHATTERED BY A BOMBARDMENT OF SUPER-CONCENTRATED *SOUND WAVES*...

EEEOOEE

KRAASH!

AND, THE FOLLOWING SECOND...

UHH... THAT SCREECHING *NOISE*! THE EAR WAX ...WON'T KEEP IT *OUT*!

HE'S... EVEN MORE POWERFUL THAN I *FEARED*! FIGHT BACK, ALL OF YOU ...YOU MUST *FIGHT BACK*!

WE.. *CAN'T*! THE EAR SHIELDS ONLY *LESSEN* THE PAIN... BUT, IT'S STILL *TOO GREAT*!

EEEEE

CAN'T... KEEP AWAKE! WE'RE ALL... *PASSING OUT*!

THUS, ONLY MOMENTS AFTER IT HAS BEGUN, THE BANSHEE'S FIRST ATTACK IS *FINISHED*... AND HE STANDS, *VICTORIOUS*, OVER THE FALLEN FORMS OF HIS UNCONSCIOUS OPPONENTS...

REEEEEEEE

SO...THESE ARE THE FAMOUS *X-MEN!*

EEEEEEEE

THEY *UNDER-ESTIMATED* THE SONIC POWER OF THE BANSHEE ...AND, WITH LUCK, THEY SHALL NOT HAVE A SECOND *TRY!*

THEN, AFTER THE SHRIEKING CEREBRO HAS BEEN *SILENCED*...

MY TASK IS *DONE*, OGRE! NOW, THE REST IS UP TO *YOU!*

YES! YOU MUST LEAVE *QUICKLY*... BEFORE YOUR POWER IS ABSORBED BY THE *MIMIC!*

FOR, THEN, HE WOULD BE *IMMUNE* TO YOUR BLASTS.. AND MIGHT *AWAKEN!*

AND, SCARCELY HAS THE BANEFUL *BANSHEE* DEPARTED, WHEN A *SECOND* FLYING FIGURE APPEARS...

THERE IS NO DANGER IN *MY* BEING NEAR THE X-MEN'S NEW RECRUIT.. FOR, UNLIKE THE BANSHEE, I AM NOT A *MUTANT!*

ALL MY POWERS ARE *MECHANICAL* ...SUCH AS THESE *JET-EQUIPPED BOOTS*... AND EVEN THE *MIMIC* COULD NOT IMITATE THEM!

WITHIN MINUTES, THE OXLIKE OGRE *EMERGES* FROM THE SCHOOL, WITH A SECURELY-BOUND *PRISONER* ACROSS HIS AMPLE SHOULDER...

FACTOR THREE HAS PLOTTED CAREFULLY--TO THE SMALLEST *DETAIL*--FOR THE CAPTURE OF THE GREAT *PROFESSOR X!*

IT IS THE SUPREME *IRONY* THAT THE WORLD IS *UNAWARE* OF HIS ROLE AS LEADER OF THE X-MEN... OR OF THE INCREDIBLE *MUTANT ABILITIES* WHICH ARE HIS!

AND, IT IS THOSE SAME ABILITIES WHICH *FACTOR THREE* WILL USE... TO *CONQUER* THE EARTH!

UHNN! A BRANCH --*TRIPPING* ME!

THAT'S WHAT YOU GET FOR *BOASTING* WHEN YOU SHOULD HAVE BEEN *COUNTING*, SHORT-DARK-AND-UGLY!

IF YOU'RE SO HIP ON THE *X-MEN*, WHY DIDN'T YOU KNOW THERE ARE *GAL* MUTANTS, TOO?

SO--THE ONE CALLED *MARVEL GIRL* WAS NOT PRESENT TO BE FELLED BY THE ATTACK OF THE *BANSHEE!*

BUT, THE *OGRE* WILL NOT BE THWARTED BY ONE LONE FEMALE... EVEN A *SUPER-POWERED* ONE!

A SINGLE BLAST FROM MY WRIST *REPELLO-RAYS*... AND YOU'LL BAR MY WAY *NO LONGER!*

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HE'S NOT *KIDDING!* EVEN THOUGH I MANAGED TO LEVITATE OUT OF ITS WAY, I CAN FEEL THE *TERRIFIC FORCE* OF THE RAYS!

IF I CAN JUST DODGE BEHIND THAT *TREE* FOR A SECOND...

SPLACK!

A SECOND BLAST... CUT ME *OFF!*

SKLAP!

ONCE MORE-- AND IT WILL ALL BE *OVER!*

THEN, SUDDENLY...

NOT *QUITE* OVER, MISTER!

LUCKILY, OUR *EAR SHIELDS* PROTECTED US ENOUGH THAT WE RECOVERED MORE QUICKLY THAN YOU *HOPED!*

NOW, WE'LL SHOW YOU WHAT WE THINK OF OVER-STUFFED BADDIES WHO TRY TO CAPTURE THE *PROFESSOR!*

AND, IT'LL BE A MOST *GRAPHIC* LESSON, INDEED!

BAH! I HAVE NO TIME TO WASTE ON THE LIKES OF YOU *NOW!*

LOOK AT THAT, WILLYA? *ROCKET BOOTS,* YET!

AN ASTUTE *OBSERVATION,* MR. DRAKE!

WATCH IT, ALL OF YOU! HE'S BOUND TO *COUNTER-ATTACK!*

THOOM!

RIGHT YOU *ARE,* CYCLOPS!

AND, THESE *PROPELLO-BOOTS* ARE EVEN MORE MANEUVERABLE THAN YOU MIGHT *IMAGINE!*

LOOK OUT! =UNNHH!=

BRAK!

=OOOOF!=

BUT, BEFORE THE OGRE HAS TIME TO *GLOAT...*

SORRY I'M *LATE,* PAL--- BUT I'LL TRY TO MAKE *UP* FOR IT!

THOMP!

THE *MIMIC*... THE MOST *POWERFUL* OF THE X-MEN!

WELL, WADDAYA *KNOW!* YOU'VE *HEARD* OF ME! *GREATSVILLE!*

I ALWAYS SAY, IT'S NO FUN BEIN' SLUGGED BE *STRANGERS!* I--- =MMMFF!=

BOK!

YOU *TALK* TOO MUCH, FOOL! THE *OGRE* IS ARMED WITH MORE THAN MERE *GADGETS!*

THE OGRE, HUH?

WELL, NOW THAT WE'VE BEEN FORMALLY *INTRODUCED*, WHAT SAY WE TAKE ANOTHER *WHACK* AT 'IM, GUYS?

WHAT DO YOU MEAN..."*GUYS*"? *I'M* IN ON THIS, *TOO!*

SO...YOUR MUTANT POWERS KEPT YOU FROM BEING *KNOCKED OUT* BY MY *REPELLO-RAY!*

I'M FOR *THAT!* AND, THIS TIME, I'LL TALK WITH MY *FISTS!*

I'VE GOT TO MOVE OFF TO ONE *SIDE!* CAN'T BLAST HIM WHILE HE'S STANDING RIGHT IN FRONT OF THE *PROFESSOR!*

LAY ON, MACDUFF, AS THE BARD WOULD SAY!

FACTOR THREE HAS EQUIPPED ME WITH *OTHER* DEVICES, AS WELL! FOR EXAMPLE--

BY THE TIME YOU *CAN*, I'LL BE *GONE*...

AND, SO WILL YOUR PRECIOUS *PROFESSOR X!*

BLINDING *LIGHTS!* CAN'T *SEE..!*

MUST GAIN A FEW SECONDS FOR THE *X-MEN.. NOW!*

THEN, BEFORE THE ASTONISHED OGRE CAN MAKE A *MOVE*...

WHAT IN *BLAZES..?*

XAVIER'S *AWAKE*--AND HE *TRIPPED* ME!

TEENAGE MUTANTS AREN'T THE *ONLY* ONES WHO CAN FIGHT, MY FRIEND!

BLAST IT! I CAN'T FIGHT THEM ALL AT *ONCE!*

AND, IN A MOMENT, XAVIER WILL BE RECOVERED ENOUGH TO TURN HIS ACCURSED *MENTAL POWERS* ON ME!

GET HIM! HE'S PRESSING SOME SORT OF STUD ON HIS *GLOVE!*

YOU'RE *TOO LATE*, X-MEN!

FOR, I HAVE SUMMONED ONE WHOSE POWERS YOU *CANNOT* RESIST! I HAVE SUMMONED... THE *BANSHEE!*

AND, ONLY INSTANTS LATER...

EEEEEEEEE

THAT *NOISE*.. I CAN'T *STAND* IT!

IT'S THE SAME WAILING SHRIEK WE HEARD *BEFORE*... AND YET, IT'S *NOT* THE SAME!

YOU'RE *RIGHT*, SCOTTY BOY! OUR UNSEEN ANTAGONIST IS TRYING A *NEW* APPROACH!

AT LEAST, HE'S NOT UTILIZING THE SAME *PITCH* AS BEFORE!

THE NEXT SECOND, THE X-MEN ARE STRUCK BY AN OVERWHELMING *WALL* OF AURAL ENERGY, AS---

EEOOOOEEE

THAT SOUND.. IT'S LIKE A *SOLID THING!*

IMPUDENT *UPSTARTS!* DID YOU THINK THE BANSHEE POSSESSES ONLY *ONE* SONIC WEAPON?

MY *TELE-KINETIC POWERS*... MAY BE ABLE TO *SOFTEN* THE BLOW!

HE'S *VIBRATIN'* SO FAST AN' FURIOUS, I CAN'T *MIMIC* 'IM!

THE BANSHEE HAS *STUNNED* THEM--- BUT THEY'RE STILL *CONSCIOUS!* I MUST *ESCAPE!*

THAT ACCURSED GIRL'S TRICKERY DAMAGED MY *ROCKET BOOTS!* I HOPE I CAN STILL *FLY!*

WELL, IT LOOKS LIKE *SOMEBODY* SCORED A ROUND AGAINST THAT CHARACTER, ANYWAY! HE'S PUT-PUTTING OFF LIKE A *WOUNDED MOTOR-BOAT!*

AS USUAL, LAD, YOUR CHOICE OF *SIMILIES* LEAVES MUCH TO BE *DESIRED!*

BUT, THE *PROFESSOR* IS SAFE--- AND THAT'S THE *MAIN* THING!

WE'D BEST CONVEY HIM BACK TO THE *LAB!*

AND, EVEN AS THE WEARY MUTANT MARVELS PREPARE FOR A FUTURE *ATTACK*, THE HURTLING FIGURE OF THE *BANSHEE* RETURNS TO HIS CONCEALED *CAPSULE*..

EEEEEEEEE

I'VE *OVER-USED* MY POWERS TODAY! MY SONIC VIBRATIONS HAD BARELY ENOUGH STRENGTH LEFT TO FLY ME TO *SAFETY!*

BUT, NO MATTER! FOR, AS SOON AS THE OGRE RETURNS WITH *XAVIER*, OUR MISSION HERE IS AT AN *END!*

HOWEVER, A FEW MINUTES LATER, WHEN THE BLUSTERING BRUTE ENTERS---

OGRE--- YOU'VE COME BACK *EMPTY-HANDED!* WHERE IS THE ONE WE WERE SENT TO *CAPTURE?*

I HAD TO LEAVE HIM *BEHIND*---

---BECAUSE YOU WERE UNABLE TO USE YOUR *HYPNOTIC PITCH* AND RENDER THE X-MEN *UNCONSCIOUS* AGAIN!

I *WARN* YOU, BANSHEE--- IF YOU'RE TRYING TO *SABOTAGE* OUR MISSION---

DON'T BE A *FOOL!* I WOULD NEVER DELIBERATELY ENDANGER OUR PURPOSE HERE---AND YOU KNOW THE REASON *WHY!*

RATHER, IT IS *YOU* WHO HAVE FAILED--- BY LETTING THE X-MEN *RESCUE* THEIR LEADER!

HOLD YOUR *TONGUE*, YOU PRATTLING DOLT!

FOR, AS SOON AS YOUR POWERS ARE *RESTORED*, WE BEGIN A *SECOND* ASSAULT... AND, THIS TIME, WE SHALL *PREVAIL!*

MEANWHILE, THE EXTRAORDINARY X-MEN ARE MAKING PREPARATIONS OF THEIR OWN...

WHILE WE INSTALL ALL THIS FANCY EQUIPMENT, PROF, WHY DON'TCHA TELL US JUST WHY THOSE DEADBEATS ARE AFTER YA?

I'LL EXPLAIN LATER, CALVIN.. WHEN I CAN BE MORE CERTAIN OF THE FACTS!

RIGHT NOW, WE MUST DISCUSS MATTERS OF STRATEGY!

YOU'RE A CREDIT TO YOUR GENDER, JEANIE!

HERE ARE YOUR PLIERS, HANK!

WHILE YOU FIVE BATTLED THE OGRE, I MENTALLY PROBED HIS OWN EAR SHIELDS ...WHICH SEEM TO PROTECT HIM FROM THE BANSHEE'S SONIC BLASTS!

THEY ARE COATED WITH A SUBSTANCE WHICH, FORTUNATELY, I COULD DUPLICATE... ONCE I KNEW ITS MAKE-UP!

PUT ON THESE EAR SHIELDS, ALL OF YOU...AND PRAY THAT THEY WORK!

WHEN THESE NEW SHIELDS ARE IN PLACE, I SHALL COMMUNICATE WITH YOU AGAIN BY TELEPATHY!

HMMM...THESE THINGS MAY DO THE TRICK...BUT THEY'LL NEVER REPLACE EAR-RINGS!

JEAN...WILL YOU APPLY SOME OF THE SUBSTANCE TO MY OWN EARS NOW, PLEASE?

OF COURSE, PROFESSOR!

SO FAR THEY WORK... I CAN'T HEAR A THING!

YES...BUT THE TRUE TEST CAN ONLY BE...WHEN THE BANSHEE STRIKES AGAIN!

AND IF THEY DON'T PROTECT US...WE WON'T GET ANOTHER CHANCE!

A FEW MINUTES LATER, AFTER JEAN GREY HAS SIMILARLY AIDED ICEMAN..

REEEEEEEEE

IT WOULD SEEM WE FINISHED JUST IN TIME! THE SCREEN INDICATES THAT CEREBRO IS WARNING US...EVEN THOUGH WE CAN'T HEAR IT!

ALL OF YOU --MAN YOUR STATIONS... AT ONCE!

DON'T FLIP YOUR LID, CHROME-DOME! THE MIMIC'S ON THE BALL!

THEN, WITH SILENCE-SHATTERING SHRILLNESS... THE BANSHEE ATTACKS!!!

EEEEEEEEE

THIS IS IT... THE FINAL CONFRONTATION! MY SONIC POWERS HAVE RETURNED TO THEIR HIGHEST PEAK!

AND, I MUST EMERGE THE VICTOR... FOR REASONS THE X-MEN CANNOT GUESS!

BUT, TO THE BANSHEE'S UTTER *BAFFLEMENT*...

IT CANNOT *BE!* I'M USING MY HIGHEST-FREQUENCY *HYPNOTIC WAIL!*..

YET, THE X-MEN ARE *UNAFFECTED ...IMMUNE!*

THEN, I MUST *RETREAT*... BEFORE I AM SOMEHOW *CAPTURED!*

EEE EEE EEE

PROFESSOR... THE EAR SHIELDS *WORKED!*

YES..BUT NOW, FOR THE MOST IMPORTANT PART OF *ALL!*

CALVIN... *QUICKLY!!* HE'S ZOOMING TOWARDS THE SMASHED *WINDOW!*

WAY *AHEAD* OF YA, SKINHEAD!

I FEEL A *TINGLE*.. THAT TELLS ME I'M START-IN' TO DEVELOP SOME OF THE BANSHEE'S *SONIC POWERS!*

IF YOU THINK I'D LET 'IM GET AWAY FROM ME *NOW,* YOU'VE 'GOT ANOTHER THINK *COMIN'!*

AND, EVEN AS THE BANSHEE SEEMS TO HAVE MADE GOOD HIS *ESCAPE*...

IT WAS A *TRAP!* A *STEEL-MESH NET* LOWERED IN MY PATH!

FLIPP!

IF I CAN'T *BREAK THROUGH,* I'M *DOOMED!*

THEN, AS THE ENSNARED MUTANT STRUGGLES DESPERATELY TO *FREE* HIMSELF---

I *WILL* BREAK THROUGH.. I *MUST NOT* BE TAKEN!

I CAN READ YOUR *THOUGHTS,* BANSHEE ---AND, YOU'LL HAVE A DIFFICULT TIME ESCAPING FROM THAT *SPECIALLY-TREATED NET!*

IT'S NO USE... HE'S *VIBRATING* SO FURIOUSLY, THAT I CAN'T FOCUS MY *MENTAL POWERS* ON HIM!

NOW, IT'S ALL UP TO... THE *MIMIC!*

AND, THE MIRACULOUS MIMIC PROVES EQUAL TO THE *TASK,* AS---

OKAY, BANSHEE --- I SHOULD HAVE ENOUGH OF YOUR POWER FOR *ONE BIG BLAST!*

EEOOE

SO, HERE'S *YELLIN'* AT YA!

GOOD WORK, CALVIN! YOUR OWN WAIL HAS *STRUCK* THE BANSHEE... AND IT'S *SLOW-ING HIM DOWN!*

NOW..WHILE HE'S STILL RELATIVELY *VULNERABLE*.. HANK, FIRE THE *GAS PELLET* AT THE NET!

FTAK!

THE PROJECTILE IS ON ITS *WAY,* SIR!

THE NET WAS A *DOUBLY* NECESSARY PRECAUTION! OTHERWISE, OUR FECKLESS FOE WAS VIRTUALLY *INVISIBLE!*

THE NEXT SECOND, THE PELLET EXPLODES ON CONTACT, AND...

FWOOSH!

CAN'T VIBRATE FAST ENOUGH TO REPEL THE KNOCK-OUT GAS! THE X-MEN... HAVE BEATEN ME!

WE GOT HIM, SIR... AND IN THE NICK OF TIME, IF YOU'LL FORGIVE THE COLLOQUIAL CLICHÉ!

ANOTHER MOMENT, AND THE NET WOULD HAVE BEEN THOROUGHLY DEMOLISHED!

WHAT'S McCOY LOOKIN' SMUG ABOUT? IT WAS MY SONIC WHAMMY THAT TURNED THE TRICK!

ANY MONKEY COULD'A FIRED THE GAS PELLET!

THIS IS NO TIME FOR GRAND-STANDING, MIMIC!

WE MUST SECURE THE PRISONER... BEFORE HE AWAKENS!

THUS, WITH EACH OF THE TEENAGERS PERFORMING PRE-DETERMINED TASKS, THEIR CAPTIVE IS SWIFTLY RENDERED HELPLESS...

TELL THE BEAST TO OPEN THAT DOOR FASTER, XAVIER... THE BANSHEE'S HEAVY IN THIS LEFT-OVER PRESSURE SUIT!

ALSO, WHY CAN'T WE TAKE OFF THESE BLASTED EAR SHIELDS NOW THAT HE'S ALL WRAPPED UP?

I'LL GIVE THE BOYS A HAND WITH MY TELE-KINETIC ABILITY!

NO, CALVIN.. WE MUST TAKE NO CHANCES WHILE HIS PARTNER IS STILL AT LARGE!

A MOST JUDICIOUS OBSERVATION, SIR! THE OGRE DIDN'T STRIKE ME AS THE TYPE WHO'S EASILY DISCOURAGED!

I SUSPECT YOU'RE RIGHT, HANK! NOW, STAND BY, BOBBY, TO ACTIVATE THE VACUUM CHAMBER!

JUST SAY WHEN, PROFESSOR!

CAL RANKIN MAY BE BRASH --- BUT, HE CAME THROUGH IN A CRISIS!

AND SOON, AS A CONFUSED MUTANT COMES TO HIS SENSES...

I'M POWERLESS.. SUSPENDED IN A GRAVITY-LESS, AIR-LESS CHAMBER!

I RECEIVE ENOUGH OXYGEN TO BREATHE.. BUT NOT ENOUGH TO VIBRATE MYSELF FREE!

CORRECT, BANSHEE! CYCLOPS, BRING AN EXTRA OXYGEN TANK FROM THE CELLAR LAB, PLEASE!

YES, SIR!

MOMENTS LATER, AS SCOTT SUMMERS FETCHES THE REQUIRED EQUIPMENT, HE NOTICES...

THAT HEAVY, OAKEN DOOR! STRANGE.. IT'S BEEN LOCKED EVER SINCE WE CAME BACK FROM OUR LAST VACATION... BUT, THE PROFESSOR NEVER TOLD US WHY!

WELL, I CAN'T WONDER ABOUT IT NOW! I GUESS WE'LL FIND OUT SOONER OR LATER!*

* THAT'S PUTTING IT MILDLY! BUT, DON'T HOLD YOUR BREATH WHILE YOU'RE WAITING!.. SNEAKY STAN.

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MEANWHILE, ABOVE...

WADDA WE DO **NOW**, ...WAIT AROUND LIKE SITTIN' DUCKS FOR THE **OGRE** TO ATTACK?

NO, CALVIN! I'M SENDING YOU OUT TO **RECONNOITER**...TO SEE IF YOU CAN LOCATE HIM! IF YOU DO, CONTACT ME WITH YOUR **THOUGHTS!**

NOW YOU'RE **TALKIN'**, BIG-DOME..OR, RATHER, NOW YOU'RE **THINKIN'!**

THIS IS MORE **LIKE** IT! I WAS STARTIN' TO GO **STIR-CRAZY** IN THERE!

EVEN IF I **DON'T** FIND THAT OVER-STUFFED APE, AT LEAST I GET A CHANCE TO STRETCH MY **WINGS!**

AH..THE MOST POWERFUL OF THE X-MEN **DEPARTS**... PROBABLY ON A **SCOUTING** MISSION!

THEN, THIS IS THE MOMENT THAT I MUST ATTACK HIS **COMRADES**.. AND CAPTURE **PROFESSOR X!**

SLOWLY..QUIETLY..THE UNSEEMLY OGRE MAKES HIS WAY STEALTHILY TO THE **LAB**, WHERE ---

THE **FOOLS!** THEY LEFT THE FRONT DOOR **UNGUARDED!**

DID THEY THINK I WOULD **RESIST** SUCH A TEMPTING **INVITATION?**

THIS LARGER **REPELLO-RAY** WILL FINISH THEM---AND NET ME MY **PRIZE!**

BUT, IN THE SAME SPLIT SECOND THAT THE COSTUMED BRUTE FIRES, A **TELEPATHIC THOUGHT** RINGS OUT---

ALL OF YOU! LEAP AWAY FROM ME... **NOW!** THE OGRE HAS **RETURNED!**

THE PRO-FESSOR.. HE **EX-PECTED** THAT BLAST!

MUST LEVI-TATE HIM TO **SAFETY!**

MISSED... BUT, IT'S SENT US **SPRAWLING!**

THE FORCE... KNOCKING US OFF OUR **FEET!**

AND, AS THE MUTANT QUARTET FALL, MOMENTARILY **STUNNED**---

I'LL ATTEND TO XAVIER IN A **MOMENT!** FIRST, I'LL TAKE CARE OF **YOU**, BANSHEE!

I CAN'T **HEAR** IN THIS VACUUM CHAMBER...BUT, I CAN READ HIS **LIPS!**

THE OGRE INTENDS TO **KILL** ME!

YOU HAVE **FAILED**... AND, FACTOR THREE HAS NO USE FOR **FAILURES!**

IT TAKES BUT A SIMPLE ADJUSTMENT TO TURN THIS DEVICE INTO A **DEADLY WEAPON**...

...AND NOW, BANSHEE, I **ALONE** SHALL RECEIVE FULL CREDIT FOR...

WHAT IN BLAZES? THE GUN...IT'S BEEN **SHATTERED!**

ZAP!

BRAK!

OF COURSE... IT'S **CYCLOPS!** HE WAS NOT HERE WHEN I **ATTACKED!**

MUST FLEE... BEFORE HE CAN TURN HIS BEAM ON **ME!**

HE'S GETTING AWAY! PROFESSOR---ARE YOU *ALL RIGHT?*

YES! I SENSED HIS *NEARNESS*... AND SENT CALVIN AWAY SO HE'D *ATTACK!* IF YOU HADN'T COME, I'D HAVE PROTECTED THE BANSHEE WITH A *MENTAL BOLT!*

WE MIGHT HAVE *SUSPECTED*, SIR, THERE WAS A METHOD TO YOUR MADNESS...

AND...*LOOK!* IT WOULD APPEAR THE OGRE HASN'T EXACTLY ESCAPED *SCOTFREE!*

NEXT, RACING TO THE WINDOW, THE MUTANTS SEE...

EEEOOEEE!

THE *MIMIC!* XAVIER MUST HAVE *CALLED* HIM... AND, HE'S BOMBARDING ME WITH THE BANSHEE'S *SONIC POWERS!*

BUT, MY SPECIAL EAR SHIELDS RENDER ME *IMMUNE!*

AND, IN ADDITION, THEY ALSO ACT AS A *HOMING DEVICE*.. ENABLING ME TO *PINPOINT* HIM!

IN SOME UNCANNY WAY.. HE'S *SPOTTED* ME!

THEN, A DOUBLE-BARRELED BLAST FROM MY *WRIST-RAYS*, AND...

FZAK!

=UHHNN!= I'VE SET UP A *SONIC BARRIER* AGAINST HIS REPELLO-RAY--- BUT, I STILL FEEL LIKE A *TOSSED SALAD!*

THAK!

THAP!

EEEEE

JUST ONE CHANCE... I'VE GOTTA USE A BUNCH'A MY MIMICKING POWERS AT THE *SAME TIME!*

THEN, SUMMONING ALL THE STRENGTH AND WILL POWER AT HIS *COMMAND*, CAL RANKIN HURTLES TOWARDS HIS HUMAN TARGET... WITH THE COMBINED SPEED OF THE *BANSHEE* AND THE HIGH-FLYING *ANGEL*...

=OOOF!= KEEP *BACK*, YOU FOOL! YOU'RE SMASHING MY CHEST *CONTROL-PANEL!*

I CAN'T *HEAR* YA, CHUM--BUT, I'LL BET YOU'RE NOT EXACTLY SINGIN' MY *PRAISES!*

DON'T WORRY.. I'LL *CATCH* YA-- SO I CAN *PULVERIZE* YA!

MY ROCKET-BOOTS.. THEY'VE STOPPED *FIRING!* I'LL *FALL--!*

THEY'RE FIGHTING ALL THE WAY *DOWN*--- BUT, USING HANK'S *AGILITY*, CAL'S KEEPING THE OGRE OFF BALANCE--- AND *WINNING!*

KRASH!

BUT... WHAT'S *THAT?*

THE VACUUM CHAMBER...IT'S *SHATTERED!*

OH, GREAT! ARE WE GONNA HAVE TO FIGHT THE *BANSHEE* ALL OVER AGAIN?

THEN, BOTH THE BANSHEE AND HIS PRESSURIZED SUIT VIBRATE *VIOLENTLY*...

STAY BACK, X-MEN! *I* SMASHED THE CHAMBER.. SO HE COULD *FREE* HIM-SELF!

WE CAN'T *HEAR* HIS WAIL...

BUT, IN A SECOND, IT'LL TEAR THAT THING *APART!*

THE PROFESSOR *WANTED* THE BANSHEE TO ESCAPE? *WHY?*

THOOM!

BUT, CAN'T STAND HERE WONDERING *NOW!*

RARELY HAS THE PERSPI-CACIOUS BEAST BEEN SO UTTERLY *PERPLEXED!*

HE'S SLOWING DOWN... *MATERIALIZ-ING!* BUT, WHY ISN'T HE RENEWING OUR *BATTLE?*

REMOVE YOUR EAR SHIELDS AND I'LL *TELL* YOU, MY X-MEN... AS SOON AS I USE A *MENTAL BOLT* ON HIS *HEADBAND!*

YOU'VE *DONE* IT! AT LAST... I'M *TRULY* FREE!

I CAN *HEAR* NOW, SIR... BUT, I STILL DON'T *GET* IT!

ALLOW *ME* TO EXPLAIN! SUPPOSEDLY, THE OGRE AND I WERE *PARTNERS* IN OUR ATTEMPT TO CAPTURE PROFESSOR XAVIER!

BUT, THROUGH THIS HEADBAND, THE OGRE ACTUALLY *DOMI-NATED* ME... FOR, IF I HADN'T DONE MY PART, HE COULD HAVE KILLED ME BY *REMOTE CONTROL!*

THEN, WE SHOULD HAVE REMOVED IT *EARLIER*... WHEN YOU WERE WERE *UN-CONSCIOUS!*

WE *COULDN'T*, ICEMAN! FOR, AS I MENTALLY SENSED, THE DEVICE WOULD HAVE *EXPLODED* IF WE HAD TAMPERED WITH IT!

BUT, THE MIMIC *BROKE* THOSE CONTROLS... SO, THE DANGER IS *PAST*, AND THE BANSHEE NEED BE OUR FOE *NO LONGER!*

AND, IF I MAY HAZARD A GUESS FROM THE TRAN-QUIL SCENE *BELOW*, SIR, WE'LL HAVE NO FURTHER TROUBLE WITH THE *OGRE!*

I STILL DON'T UNDERSTAND, PROFESSOR, WHY THEY TRIED TO *CAPTURE* YOU!

I KNOW *PART* OF THE ANSWER, MARVEL GIRL! IT HAS TO DO WITH *FACTOR THREE!*

FACTOR THREE? THAT SOUNDS LIKE SOME KIND OF *TOOTHPASTE!*

DO NOT *JEST*, LAD! FOR, FACTOR THREE IS THE MOST DANGEROUS SECRET ORGANIZATION ON THE *EARTH!*

IT HAS THE MEANS TO *CONQUER* THE WORLD... OR EVEN TO *DESTROY* IT!

NEXT ISH:

MORE OF THE MYSTERIOUS MENACE OF *FACTOR THREE!* PLUS...

THE MIMIC VS. THE SENSES-STAGGERING *SUPER-ADAPTOID* IN THE BLOCK-BUSTING SUPER-BATTLE OF THE *DECADE!*

'NUFF SAID!

MINUTEMEN

Blunt

Brian Azzarello